

Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
One Rodney Square  
PO Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

Dion W. Hayes (VSB No. 34304)  
Douglas M. Foley (VSB No. 34364)  
MCGUIREWOODS LLP  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

- and -

Chris L. Dickerson, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

Counsel to the Debtors and  
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

----- x  
In re: : Chapter 11  
:  
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)  
et al., :  
: Jointly Administered  
Debtors. :  
----- x

**MOTION OF THE DEBTORS FOR ORDER PURSUANT TO BANKRUPTCY  
CODE SECTIONS 105(a), 327, 330 AND 331 AUTHORIZING  
DEBTORS TO EMPLOY PROFESSIONALS UTILIZED IN THE ORDINARY  
COURSE OF BUSINESS**

The debtors and debtors in possession in the  
above-captioned cases (collectively, the "Debtors")<sup>1</sup>

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<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer

hereby move for entry of an order, under sections 105(a), 327, 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), authorizing the Debtors to employ professionals utilized in the ordinary course of business (the "Motion"). In further support of the Motion, the Debtors respectfully represent:

**JURISDICTION AND VENUE**

1. This Court has jurisdiction to consider this Motion under 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and this Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief requested herein are Bankruptcy Code sections 105(a), 327, 330 and 331.

**BACKGROUND**

1. On November 10, 2008 (the "Petition Date"), the Debtors filed voluntary petitions in this

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Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc.(6796), Sky Venture Corp. (0311), Prahs, Inc.(n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courcheval, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

Court for relief under chapter 11 of the Bankruptcy Code.

2. The Debtors continue to manage and operate their businesses as debtors in possession pursuant to Bankruptcy Code sections 1107 and 1108.

3. On November 12, 2008, the Office of the United States Trustee for the Eastern District of Virginia appointed a statutory committee of unsecured creditors (the "Creditors' Committee"). To date, no trustee or examiner has been appointed in these chapter 11 cases.

4. Based in Richmond, Virginia, Debtors are a leading specialty retailer of consumer electronics and operate large nationwide electronics stores throughout the United States and Puerto Rico that sell, among other things, televisions, home theatre systems, computers, camcorders, furniture, software, imaging and telecommunications products, and other audio and video electronics.

5. Despite significant revenues, the Debtors have suffered two consecutive years of losses. While the Debtors made every effort to improve their financial

performance and implement a global turnaround strategy, they were ultimately unable to consummate a successful restructuring outside of bankruptcy. In large part, the Debtors' chapter 11 filings were due to an erosion of vendor confidence, decreased liquidity and the global economic crisis.

6. Thus, the Debtors commenced these cases with the immediate goals of obtaining adequate postpetition financing and continuing their restructuring initiatives commenced prior to the Petition Date, including closing certain stores. In addition, the Debtors will continue to evaluate their business, work closely with their vendors, and enhance customer relations with a goal of emerging from chapter 11 as a financially stable going concern.

**RELIEF REQUESTED**

3. The Debtors seek entry of an order:

(i) under Bankruptcy Code sections 105(a) and 327, authorizing, but not directing, the Debtors to retain professionals that the Debtors utilize in the ordinary course of their business, including, but not limited to, those listed in Exhibit A hereto (collectively, the "OCB Professionals"), without the submission of separate

retention applications and the issuance of separate orders approving the retention of each OCB Professional, and (ii) under Bankruptcy Code sections 330 and 331, authorizing, but not directing, the Debtors to pay each OCB Professional, without application to the Court by such OCB Professional, 100% of postpetition fees and expenses subject to an individual OCB Professional monthly fee cap of \$30,000.<sup>2</sup>

**BASIS FOR RELIEF**

4. The Debtors will continue to require the services of the OCB Professionals while operating as debtors in possession under the Bankruptcy Code to render services to their estates that are similar to those rendered before the commencement of these chapter 11 cases, allowing the Debtors to continue normal business activities that are essential to their reorganization efforts. Moreover, the work of the OCB Professionals, albeit ordinary course, is directly related to the preservation of the value of the Debtors' estates, even though the amount of fees and expenses they incur represents only a small fraction of that

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<sup>2</sup> Such payments would be made following submission to and approval by the Debtors of appropriate invoices by each OCB Professional setting forth in reasonable detail the nature of the services rendered and disbursements actually incurred.

value. Although the automatic stay and other issues in these cases may decrease the Debtors' need for certain OCB Professionals' services, the Debtors cannot now quantify or qualify their needs.

5. It would severely hinder the administration of the Debtors' estates if the Debtors were required (i) to submit to the Court an application, affidavit, and proposed retention order for each OCB Professional; (ii) to wait until such order is approved before such OCB Professional continues to render services; and (iii) to withhold payment of the normal fees and expenses of the OCB Professionals until they comply with the compensation and reimbursement procedures applicable to Chapter 11 Professionals (as defined below).

6. Under such conditions, there is a significant risk that some OCB Professionals would be unwilling to provide services and that others would suspend services pending a specific Court order authorizing the services. Since many of the matters are active on a day-to-day basis, any delay or need to replace professionals could have significant adverse

consequences. For example, if the expertise and background knowledge of the OCB Professionals with respect to the particular matters for which they were responsible prior to the Petition Date were lost, the estates undoubtedly would incur additional and unnecessary expenses because the Debtors would be forced to retain other professionals without such background and expertise, and potentially at higher rates. It is, therefore, in the best interest of the Debtors' estates to avoid any disruption to the professional services required in the day-to-day operation of the Debtors' businesses.

7. Moreover, requiring the OCB Professionals to file retention pleadings and participate in the payment approval process along with the Chapter 11 Professionals would unnecessarily burden the Clerk's Office, the Court, and the Office of the United States Trustee, while adding significantly to the administrative costs of these cases without any corresponding benefit to the Debtors' estates.

8. Although the Debtors believe that some of the OCB Professionals may not be "professional persons"

as contemplated by Bankruptcy Code section 327 and thus, that no retention or payment authorization is necessary, out of an abundance of caution the Debtors seek an order authorizing the retention and payment of all OCB Professionals.

9. To the best of the Debtors' knowledge, none of the OCB Professionals represents or holds any interest materially adverse to the Debtors or to their estates with respect to the matter in which such OCB Professional is to be employed. Although certain of the OCB Professionals may hold unsecured claims against the Debtors, the Debtors do not believe that any of the OCB Professionals has an interest materially adverse to the Debtors, their estates, creditors, or other parties in interest. Thus, each OCB Professional is eligible to be retained under the special counsel retention provision set forth in Bankruptcy Code section 327(e).

10. The Debtors have filed or will file individual retention applications for any professionals that the Debtors seek to employ in connection with the conduct of these chapter 11 cases (the "Chapter 11 Professionals"). The Chapter 11 Professionals will be

permitted to be compensated and reimbursed only in accordance with applicable provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules of the United States Bankruptcy Court for the Eastern District of Virginia, the United States Trustee Fee Guidelines, and any orders entered in the Debtors' cases governing professional compensation and reimbursement for services rendered and charges and disbursements incurred.

**PROPOSED RETENTION PROCEDURE**

11. By this Motion, the Debtors request that they be permitted to employ and retain the OCB Professionals without submitting separate applications for, and obtaining separate orders approving, retention of each of the professionals.

**A. Submission Of Rule 2014 Declarations**

12. The Debtors propose that they be permitted to continue to employ and retain the OCB Professionals identified in Exhibit A hereto. However, each OCB Professional will be required to file with the Court, and serve upon (i) the Office of the United States Trustee for the Eastern District of Virginia;

(ii) counsel to the agent for Debtors' postpetition lenders; (iii) counsel to the agent for the Debtors' prepetition lenders; and (iv) counsel to the Creditors' Committee (collectively, the "Notice Parties"), a declaration of proposed professional and disclosure statement (the "Declaration") within 30 days of the date of entry of an order granting this motion. A proposed form of Declaration is attached hereto as Exhibit B.

13. The Debtors further request that upon service of each required Declaration, the Notice Parties will have 20 days (the "Objection Deadline") to object to the retention of the OCB Professional in question. Objections, if any, shall be filed with the Court and served upon the Notice Parties and the OCB Professional by the Objection Deadline. If any such objection cannot be resolved and withdrawn within 20 days after service, the matter will be scheduled for hearing before the Court at the next regularly-scheduled omnibus hearing date or a date otherwise agreeable to the OCB Professional, the Debtors, and the objecting party. If no objection is received on or before the Objection Deadline, or if any objection is withdrawn, the Debtors

will be authorized to retain the OCB Professional as a final matter without further order of the Court.

**B. Additional Ocb Professionals**

14. The Debtors also request that they be authorized to employ and retain additional OCB Professionals, not currently listed on Exhibit A, as future circumstances require ("Additional OCB Professionals"), (i) without the need to file individual retention applications and (ii) without the need for any further hearing or notice to any party, by filing with the Court a supplement to Exhibit A (the "Supplement") and serving a copy of the Supplement upon the Notice Parties.

15. The Debtors propose that, as with the OCB Professionals, each Additional OCB Professional (an "Additional OCB Professional") be required to file and serve on the Notice Parties a Declaration within 30 days after the filing of the Supplement. The Notice Parties then would be given 20 days after service of each required Declaration to object to the retention of the Additional OCB Course Professional in question. Any objection would be handled as set forth herein. If no

objection is timely submitted, or the objection is withdrawn, the Debtors would be authorized to retain the Additional OCB Professional as a final matter without further order.

**PROPOSED PAYMENT PROCEDURE**

16. The Debtors seek authority to pay, without formal application to and order from the Court, the fees and expenses of each OCB Professional upon submission to, and approval by, the Debtors of an appropriate invoice setting forth in reasonable detail the nature of the postpetition services rendered and expenses incurred. The Debtors, however, recognize that bills exceeding certain dollar amounts should be subject to the approval procedures otherwise applicable to Chapter 11 Professionals.

**A. Monthly Payment Caps**

17. The Debtors propose that they be permitted to pay, without formal application to the Court by any OCB Professional, fees and expenses not exceeding a total of \$30,000 per month for each of the OCB Professionals.

18. Payments to a particular OCB Professional would become subject to Court approval based upon an application for allowance of fees and expenses under sections 330 and 331 of the Bankruptcy Code, under the same procedures that are established for Chapter 11 Professionals, only if such payments exceed an average of \$30,000 per month.

19. As a routine matter, prior to the commencement of these cases, the Debtors carefully reviewed all bills received from the OCB Professionals to insure that the fees charged were reasonable and that the expenses incurred were necessary. This type of review will continue postpetition and, coupled with the proposed monthly caps, will protect the Debtors' estates against excessive and improper billings.

**A. Periodic Statements Of Payments Made**

20. Subject to confirmation of a plan of reorganization, the Debtors further propose to file a payment summary statement with the Court approximately every 120 days, or such other period as the Court directs, and to serve such statement upon the Notice Parties. The summary statement will include the

following information for each OCB Professional: (i) the name of the OCB Professional, (ii) the aggregate amounts paid as compensation for services rendered and reimbursement of expenses incurred by such OCB Professional during the statement period, and (iii) a general description of the services rendered by such OCB Professional.

**APPLICABLE AUTHORITY**

21. Because the OCB Professionals' employment relates only indirectly to the Debtors' work, because the OCB Professionals are afforded only marginal discretion in performing their work, and because the OCB Professionals will not be involved in administering these chapter 11 cases, the Debtors do not believe that the OCB Professionals are "professionals" within the meaning of Bankruptcy Code section 327, whose retention must be approved by the Court. See In re First Merchants Acceptance Corp., 1997 WL 873551, at 3\* (Bankr. D. Del. Dec. 15, 1997) (stating that in determining the "professional" status of an individual or entity, the Court considers, among other factors, (i) whether the employee controls, manages, administers,

invests, purchases, or sells assets that are significant to the debtors reorganization, (ii) whether the employee is involved in negotiating the terms of a plan of reorganization, and (iii) the extent of the employee's involvement in the administration of the debtor's estate).

22. The First Merchants criteria are consistent with those utilized in this district other courts when examining the types of duties to be undertaken by a "professional." See, e.g., In re Sielig Associates Ltd. Partnership, 128 B.R. 721, 273 (Bankr. E.D. Va. 1991) (only retention of professionals whose duties are central to administration of estate requires prior court approval under section 327); see also Elstead v. Nolden (In re That's Entertainment Mktg. Group), 168 B.R. 226, 230 (N.D. Cal. 1994); In re Madison Management Group, Inc., 137 B.R. 275, 283 (Bankr. N.D. Ill. 1992).

23. Nevertheless, out of an abundance of caution, the Debtors seek the relief requested in this motion to avoid any later controversy about the Debtors' employing and paying the OCB Professionals during the

pendency of these chapter 11 cases. As discussed above, the Debtors will seek specific Court authority under Bankruptcy Code section 327 to employ any other professionals involved in the actual administration of these chapter 11 cases.

24. Further, since the amount of fees owed to any such individual professional in respect of postpetition services is expected to be relatively small, the requested relief will allow the Debtors to avoid additional fees that would be incurred by the OCB Professionals in connection with preparing and prosecuting numerous interim fee applications. Likewise, the procedure set forth above will relieve the Court, the United States Trustee, and other interested parties of the burden of reviewing a multitude of fee applications involving relatively small amounts of fees and expenses.

**NOTICE**

7. Notice of this Motion has been provided to those parties entitled to notice under this Court's Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy

Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management, and Administrative Procedures (Docket No. 130). The Debtors submit that, under the circumstances, no other or further notice need be given.

**WAIVER OF MEMORANDUM OF LAW**

25. Pursuant to Local Bankruptcy Rule 9013-1(G), and because there are no novel issues of law presented in the Motion and all applicable authority is set forth in the Motion, the Debtors request that the requirement that all motions be accompanied by a separate memorandum of law be waived.

**NO PRIOR REQUEST**

26. No previous request for the relief sought herein has been made to this Court or any other court.

**CONCLUSION**

WHEREFORE, the Debtors respectfully request that the Court enter an order, substantially in the form annexed hereto, granting the relief requested in the Motion and such other and further relief as may be just and proper.

Dated: December 12, 2008      SKADDEN, ARPS, SLATE, MEAGHER &  
Richmond, Virginia      FLOM, LLP  
Gregg M. Galardi, Esq.  
Ian S. Fredericks, Esq.  
P.O. Box 636  
Wilmington, Delaware 19899-0636  
(302) 651-3000

- and -

SKADDEN, ARPS, SLATE, MEAGHER &  
FLOM, LLP  
Chris L. Dickerson, Esq.  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

- and -

MCGUIREWOODS LLP

/s/ Douglas M. Foley  
Dion W. Hayes (VSB No. 34304)  
Douglas Foley (VSB No. 34364)  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

Counsel for Debtors and  
Debtors in Possession

**EXHIBIT A**

**Schedule of OCB Professionals**

EXHIBIT A

Schedule of OCB Professionals

Name of OCB Professional	Address	Service Provided to Debtors	Average Monthly Fees
Dow, Lohnes, & Albertson, PLLC	1200 New Hampshire Ave. NW Washington, DC 20036	Commercial representation for sale of aircraft.	N/A (Deal specific)
Martinez Odell & Calabria	16th Floor Banco Popular Center Bldg. 209 Muñoz Rivera Avenue San Juan, PR 00918	Commercial legal services for Puerto Rico subsidiary and stores.	\$11,000
Goodman, Allen & Filetti	4501 Highwoods Parkway, Suite 210 Glen Allen, VA 23060	Commercial legal advice: intellectual property matters.	\$12,000
Privacy and Information Management Services	4355 Cobb Parkway, Suite J-280 Atlanta, GA 30339	Commercial legal advice: privacy matters.	\$10,000
Dennis, Corry, Porter & Smith, LLP.	3535 Piedmont Road, NE 14 Piedmont Center, Suite 900 Atlanta, GA 30305	Commercial legal advice: transportation matters.	\$5,000
Moran Brown, P.C.	4110 East Parham Road Richmond, VA 23228	Commercial legal advice: pursue claims against vendors for outstanding and disputed account balances, and process subpoenas.	\$10,000
Glick, Peter E.	400 Capitol Mall, Suite 1100 Sacramento, CA 95814	Commercial legal advice: (1) advertising and regulatory advice in California; (2) vendor claims in California; (3) subpoenas in California; and (4) customer issues in California.	\$15,000
Bleakley, Platt & Schmidt, LLP	One North Lexington Avenue White Plains, NY 10601-1700	Commercial legal advice: regulatory issues in New York City.	\$10,000
Baker & Hostetler, LLP	3200 National City Center 1900 East 9th Street Cleveland, OH 44114-3485	Commercial legal advice: complex litigation and advertising issues.	\$20,000
Jorge P. Sala Law Offices	Condominio San Vicente 8169 Calle Concordia Suite 102 Ponce, PR 00717-1556	Human resources legal advice: labor matters in Puerto Rico.	\$4,000

Name of OCB Professional	Address	Service Provided to Debtors	Average Monthly Fees
Akerman Senterfitt	50 North Laura Street, Suite 2500 Jacksonville, FL 32202-3646	Commercial legal advice: tax audit/dispute issues in Texas and Florida; also leading project to recover bad debt tax benefits nationwide.	\$15,000
Baker & McKenzie, LLP	815 Connecticut Avenue, N.W. Washington, DC 20006-4078	Commercial legal advice, occasional US Customs matters.	\$3,000
King & Spalding, LLP	1180 Peachtree Street, NE Atlanta, GA 30309-3521	Commercial legal advice: intellectual property matters.	\$20,000
LeClair Ryan	701 East Main Street, 16th Floor Richmond, VA 23219	Commercial legal advice: small claims and customer disputes (on site paralegal support at Store Support Center); employment matters.	\$20,000
Wilkinson Barker Knauer LLP	2300 N Street NW Suite 700 Washington, D.C. 20037-1128	Commercial legal advice: FCC claims arising from Digital TV conversion obligations.	\$10,000
Williams Mullen	Two James Center 1021 East Cary Street Richmond, VA 23219	Commercial legal advice: complex Commercial Litigation, benefits and SEC/Governance matters.	\$20,000
WilmerHale	1875 Pennsylvania Avenue, NW Washington, DC 20006	Commercial legal advice: SEC/Governance matters.	\$10,000
Littler, Mendelson, Fastiff, Tichy & Mathiason	350 Park Avenue, 14th Floor New York, NY 10022	Human resources legal advice: EEOC class action matters.	\$20,000
McCandlish Holton, P.C.	1111 E. Main St., Suite 1500 Richmond, VA 23218	Human resources legal advice: immigration matters.	\$10,000
Ogletree Deakins Nash Smoak & Stewart PC	P. O. Box 89 Columbia, SC 29202	Human resources legal advice: national labor arbitration program and related litigation.	\$5,000
Paul Plevin Sullivan & Connaughton, LLP	401 B Street, Tenth Floor San Diego, CA 92101	Human resources legal advice: counsel for employment litigation and dispute matters.	\$12,000
Sheppard, Mullin, Richter & Hampton	333 S. Hope St., 48th Floor Los Angeles, CA 90071	Human resources legal advice: wage and hour matters in California.	\$12,000

Name of OCB Professional	Address	Service Provided to Debtors	Average Monthly Fees
Montgomery, McCracken, Walker & Rhoads, LLP	123 South Broad Street Philadelphia, PA 19109-1099	Human resources legal advice: Philadelphia EEOC action and other employment matters.	\$8,000
Kennerly Lamishaw & Rossi LLP	707 Wilshire Blvd., Suite 1400 Los Angeles, CA 90017	Real estate legal advice: Circuit City Stores West Coast, Inc. property and lease disposition and lease modifications.	\$10,000
Sutherland, Asbill & Brennan LLP	1114 Avenue of the Americas 40 <sup>th</sup> Floor New York, NY 10036	Real estate legal advice: lease disposition and modifications.	\$10,000
Rose Ann Janis	5005 Amberwood Drive Glen Allen, VA 23059	Independent contractor to accounting.	\$5,000
Osler, Hoskin & Harcourt LLP	100 King Street West 1 First Canadian Place Suite 6100 P.O. Box 50 Toronto, Ontario M5X 1B8	Commercial legal advice: intellectual property issues relating to trademark disputes in Canada for Circuit City Stores West Coast, Inc. (FotoSource Litigation).	\$10,000
Ogilvy Renault	Suite 3800 Royal Bank Plaza, South Tower 200 Bay Street Toronto, Ontario M5J 2Z4	Commercial legal advice: intellectual property issues relating to various "the City" trademark disputes in Canada filed by Citigroup.	\$10,000
Welch Consulting	12100 Wilshire Blvd Suite 1650 Los Angeles, CA 90025	Human resources legal advice: consulting regarding expert testimony for employment issues.	\$7,000
RSM ROC & Company	P.O. Box 10528 San Juan, Puerto Rico 00922-0528	Sales and use tax support for Puerto Rico.	\$1,500
First Advantage	1701 Harbor Bay Pkwy, Suite 125 Alameda, CA 94502	Secure Tax Credits.	Contingent
Nationwide Consulting Company, Inc.	Attn: Larry Stern PO Box 548 Glen Rock, NJ 07452	Property Tax appeals.	Contingent
Kurz Group, Inc.	8333 Douglas Avenue, Suite 1370 Dallas, TX 75225	Property tax appeals.	Contingent

Name of OCB Professional	Address	Service Provided to Debtors	Average Monthly Fees
Eugene L. Griffin & Associates, Inc.	29 North Wacker Drive Chicago, IL 60606	Property tax appeals.	Contingent
Easley, McCaleb & Associates, Inc.	3980 Dekalb Technology Parkway, Suite 755 Atlanta, GA 30340	Property tax appeals.	Contingent
Ryan, Inc.	3 Galleria Tower 13155 Noel Road 12th Flr, LB 72 Dallas, TX 75240	Property tax appeals.	Contingent
Adams & Polunsky	One Forum, 16th Floor 8000 IH 10 West San Antonio, TX 78230-3892	Property tax appeals.	Contingent
Smart & Associates, LLP	1900 N. Roselle Road, Suite 408 Schaumburg, IL 60195	Property Tax appeals.	Contingent
Pricewaterhouse Coopers LLP	300 Madison Ave. New York, NY 10017	Accounting and tax advice.	\$20,000

**EXHIBIT B**

**Form of Affidavit of Disinterestedness**

**EXHIBIT B**

Gregg M. Galardi, Esq.	Dion W. Hayes (VSB No. 34304)
Ian S. Fredericks, Esq.	Douglas M. Foley (VSB No. 34364)
SKADDEN, ARPS, SLATE, MEAGHER &	MCGUIREWOODS LLP
FLOM, LLP	One James Center
One Rodney Square	901 E. Cary Street
PO Box 636	Richmond, Virginia 23219
Wilmington, Delaware 19899-0636	(804) 775-1000
(302) 651-3000	

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Chris L. Dickerson, Esq.
SKADDEN, ARPS, SLATE, MEAGHER &
FLOM, LLP
333 West Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

Counsel to the Debtors and  
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

- - - - - x : Chapter 11  
In re: :  
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)  
et al., : Jointly Administered  
Debtors. :  
- - - - - x

**AFFIDAVIT IN SUPPORT OF EMPLOYMENT OF [ ] AS A  
PROFESSIONAL UTILIZED IN THE ORDINARY COURSE OF BUSINESS**

STATE OF \_\_\_\_\_ )  
 ) ss:  
COUNTY OF \_\_\_\_\_ )

[NAME], being duly sworn, deposes and says:

i) I am a [member] of the firm [ ]  
[ ] (the "Firm"), which has been employed by the

debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors")<sup>1</sup> in the ordinary course of their business. The Debtors wish to retain the Firm to continue providing such ordinary-course services during their chapter 11 cases. This Affidavit is submitted in compliance with the Order Granting Debtors' Motion For Order Pursuant To Bankruptcy Code Sections 105(A), 327, 330 And 331 Authorizing Debtors To Employ Professionals Utilized In The Ordinary Course Of Business (the "OCB Professionals Order").

1. The Firm was provided with a list of interested parties, a copy of which is annexed hereto as Exhibit 1, and conducted a search of Firm's records for the names identified thereon. Based on that search, neither I, the Firm, nor any member, counsel, or associate thereof, insofar as I have been able to ascertain, has any connection with the Debtors, their

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<sup>1</sup> The Debtors are the following entities: Tweeter Home Entertainment Group, Inc. ("Tweeter"), Hillcrest High Fidelity, Inc., NEA Delaware, Inc., New England Audio Co., Inc., Sound Advice, Inc., Sound Advice of Arizona, Inc., Sumarc Electronics, Inc., and THEG USA, L.P.

creditors or stockholders, or any party in interest herein, except as set forth hereinafter:

(a) [PLACEHOLDER FOR EXCEPTION]

2. The Firm does not represent or hold any interest adverse to the Debtors or their estates with respect to the engagement for which we are to be retained.

3. [PLACEHOLDER FOR STATEMENT OF PAST REPRESENTATION OF THE DEBTORS]

4. This Firm and certain of its members, counsel, and associates may have in the past represented, currently represent, and may in the future represent entities that are claimants or equity security holders of the Debtors in matters totally unrelated to the Debtors' chapter 11 cases. None of those past or current representations are material. This Firm will be in a position to identify with specificity all such persons or entities when lists of all creditors of the Debtors have been prepared and will make any further disclosures as may be appropriate at that time. The Firm intends to apply for compensation for professional services rendered in connection with these chapter 11

cases directly to the Debtors, in accordance with the OCB Professionals Order, with such application to request compensation for services based on the hourly rates set forth below, plus reimbursement of actual and necessary expenses and other charges incurred by the Firm. The principal [attorneys and paralegals/other professionals] designated to represent the Debtors and their current standard rates are:

5. [PLACEHOLDER FOR LIST OF PROFESSIONALS AND HOURLY RATES]

6. The rates set forth above are subject to periodic adjustments to reflect economic and other conditions. Such rates are the Firm's standard rates for work of this nature. The rates are set at a level designed to fairly compensate the Firm for the work of its [attorneys and paralegals/other professionals] and to cover fixed and routine overhead expenses. It is the Firm's policy to charge its clients in all areas of practice for all other expenses incurred in connection with a client's case. The expenses charged to clients include, among other things, [PLACEHOLDER FOR DESCRIPTION OF EXPENSES] and, in general, all

identifiable expenses that would not have been incurred except for representation of a particular client. The Firm will charge the Debtors for these expenses in a manner and at rates consistent with charges made generally to the Firm's other clients.

7. Except as provided in the OCB Professionals Order, no representations or promises have been received by the Firm [nor by any member, counsel, or associate thereof] as to compensation in connection with these cases other than in accordance with the provisions of the Bankruptcy Code. The Firm has no agreement with any other entity to share with such entity any compensation received by the Firm in connection with these chapter 11 cases.

WHEREFORE, affiant respectfully submits this Affidavit in Support of Employment of [ ] as a Professional Utilized in the Ordinary Course of Business.

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[Professional Name]  
[Title]  
[Address]

Sworn to before me this \_\_\_\_\_ day of \_\_\_\_\_, 2008.

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Notary Public

My Commission Expires: \_\_\_\_\_

EXHIBIT 1  
**Parties in Interest List**

**The Debtors**

Abbott Advertising Agency, Inc.  
CC Aviation, LLC  
CC Distribution Company of Virginia, Inc.  
Circuit City Properties, LLC  
Circuit City Purchasing Company, LLC  
Circuit City Stores, Inc.  
Circuit City Stores PR, LLC  
Circuit City Stores West Coast, Inc.  
Courcheval, LLC  
InterTAN, Inc.  
Kinzer Technology, LLC  
Mayland MN, LLC  
Orbyx Electronics, LLC  
Patapsco Designs, Inc.  
Prahs, Inc.  
Sky Venture Corporation  
Ventoux International, Inc.  
XS Stuff, LLC

**Non-Debtor Affiliates**

Asian Sourcing & Procurement Services Co. Ltd.  
Circuit City Global Sourcing Ltd  
Early Adopter Fund, LLC  
InterTAN Canada, Ltd  
InterTAN France SNC  
InterTAN Ontario Ltd.  
PlumChoice, Inc.  
Sixth Street Marketplace, LP  
St. Tammany Oaks Subdivision Association LLC  
Theater Xtreme Entertainment Group, Inc.

**Directors and Officers**

Baldyga, Lisa  
Barretta, Henry P.  
Besanko, Brue H.  
Bossin, Alan  
Bradley, Brian S.  
Breitenbecher, Kelly E.  
Brill, Ronald M.  
Byrd, Carolyn H.  
Cuthbertson, Ron  
Daoust, Ean  
Dunn, Philip J.  
Fairbairn, Ursula O.  
Feigin, Barbara S.  
Foss, Michael E.  
Grove, Jacqueline  
Hardyman, James F.  
Harlow, John T.  
Hedgebeth, Reginald D.  
Heidemann, Lyle G.  
Jonas, Eric A., Jr.  
Kane, Alan  
Kelly, John J.  
King, Alan B.  
Kornstein, Don R.  
Ma, Jeric  
Marcum, James A.  
McDonald, Jeffrey A.  
Mosier, Michelle  
Mulleady, John  
Oakey, John A., III  
Owen, Linda M.  
Pappas, Steven P.  
Ramsey, Daniel W.  
Mith, Marlies A.  
Salovaara, Mikael  
Schoonover, Philip J.  
Spainhour, J. Patrick  
Spurling, Richard D.  
Stone, Jeffrey S.  
Swidler, Gerald L.  
Turner, Ronald L.  
Wahle, Elliot

Wong, Mark J.  
Woo, Carolyn Y.

**Businesses Affiliated with Directors and Officers**

AFC Enterprises  
Air Products and Chemicals Inc.  
Aon Corporation  
Bally Total Fitness Holding Corporation  
Centex Corporation  
Home Depot International  
Iconix Brand Group Inc.  
Lexmark International Inc.  
Nisource Inc.  
Pan American Life Insurance  
Stride Rite Sourcing International  
Sunoco Inc.  
Textron Lycoming Corporation  
The Brink's Company  
The Servicemaster Company  
True Value Company  
Varsity Brands Inc.  
VF Corporation  
Wabco Holdings

**Significant Shareholders**

J. Richard Atwood  
Classic Fund Management Aktiengesellschaft  
First Pacific Advisors LLC  
HBK Investments LP  
HBK Management LLC  
HBK Master Fund  
HBK Master Fund LP  
HBK Partners II LP  
HBK Services LLC  
Robert L Rodriguez  
Mark J Wattles

**Prepetition and Postpetition Secured Lenders**

Ableco Finance LLC  
Bank of America, N.A.  
Burdale Finance Ltd.  
Capital One Leverage Finance Corporation  
Crystal Capital  
Fifth Third Bank  
General Electric Capital Corporation  
GMAC Commercial Finance LLC  
JPMorgan Chase Bank, N.A.  
National City Business Credit, Inc.  
PNC Bank, N.A.  
SunTrust Bank  
Textron Financial Corporation  
UBS Loan Finance LLC  
UPS Capital Corporation  
Wachovia Capital Finance Corporation  
Webster Financial Corporation  
Wells Fargo Retail Finance, LLC

**Merchandise Creditors**

Alliance Entertainment  
Apple  
Audiovox  
Belkin Logistics Inc.  
Buena Vista Home Video  
Columbia Tristar Home Video  
Dlink Systems  
Eastman Kodak Company  
Electronic Arts  
Epson America Inc.  
Fox Home Entertainment  
Fuji Photo Film USA  
Garmin International Inc.  
Hewlett-Packard  
Hisense USA Corporation

Kingston Technologies  
Klipsch Audio Technologies, LLC  
Lenovo, Inc.  
Lexmark International Inc.  
Linksys  
Logitech Inc.  
Microsoft Corporation  
Microsoft Xbox  
Mitsubishi Digital Electronics  
Monster Cable Products  
Nikon Inc.  
Olympus Corporation  
Omnimount Systems Inc.  
Oncorp US, Inc.  
Onkyo USA Corporation  
Panasonic North America  
Paramount Home Video  
Pioneer Electronics (USA) Inc  
Samsung Electronics America Inc.  
Samsung Opto Electronics Inc.  
Sandisk Corporation  
Sharp Electronics Corporation  
Sony Computer Entertainment  
Sony Electronics Inc.  
Stillwater Designs Inc.  
THQ Inc.  
Tomtom Inc.  
Toshiba America Consumer Products  
Toshiba Computer Systems Division  
Universal Distribution Records  
Vizio  
Warner Home Video  
Western Digital Technologies  
Zenith Electronics Corporation

**Vendors and Major Contract Parties**

Alpha Security Products  
American Systems Corporation  
Andrews Electronics Inc.  
Bailiwick Data Systems Inc.  
CDW Direct LLC  
Clay Inc, Bruce  
Clickit Inc.  
Cormark Inc.  
Corporate Express  
Corporate Facilities Group  
Cosco  
DC Power Solutions  
Eastern Security Corporation  
Eleet's Logistics  
Ereplacements LLC  
Fire Materials Group LLC  
Gorilla Nation Media  
Graphic Communications  
Illinois Wholesale Cash Register  
Innerworkings LLC  
J&F Mfg Inc  
JLG Industries Inc.  
Nextag  
NFL Enterprises LLC  
North American Roofing Systems Inc.  
Northern Wire Productions  
Orbis Corporation  
Pricegrabber.Com LLC  
PTR Compactor & Baler Company  
Quebecor World KRI  
Retail Maintenance Services LLC  
Samsung Electronics America Inc.  
Shopping.Com Inc.  
Shopzilla Inc.  
Sony  
Specificmedia Inc.  
Standard Electric  
Streater Inc.  
Swiff Train Company

Trane  
Tremor Media  
Universal Fixtures & Display  
US Signs  
USIS Commercial Services Inc.  
Vance Baldwin  
Vanguard Products Group Inc.  
Vector Security  
Virginia Electronic Components  
Wayne Dalton Corporation  
Weather Channel Interactive, The

**Fifty Largest Unsecured Creditors**

Advertising.com  
Alliance Entertainment  
Apex Digital Inc  
Audiovox  
Belkin Logistics Inc.  
Bethesda Softworks  
Buena Vista Home Video  
Columbia Tristar Home Video  
Dlink Systems  
Eastman Kodak Company  
Fox Home Entertainment  
Fuji Photo Film USA  
Garmin International Inc.  
Graphic Communications  
Hewlett-Packard  
Hisense USA Corporation  
IBM  
IBM Strategic Outsourcing Wire  
Incomm  
Kensington Computer Products Group  
Kingston Technologies  
Klipsch Audio Technologies LLC  
Lenovo, Inc.  
Lexar Media Inc.  
Lexmark International Inc.  
Linksys  
Microsoft Corp Consignment  
Microsoft Xbox Consignment  
Mitac USA Inc.  
Mitsubishi Digital Electronics  
Monster Cable Products  
Navarre Consignment  
Navarre Corporation  
Nikon Inc.  
Olympus Corporation  
Omnimount Systems Inc.  
Oncorp US, Inc.  
Onkyo USA Corporation  
Panasonic North America  
Paramount Home Video  
Pioneer Electronics (USA) Inc.  
Samsung Electronics America  
Sandisk Corporation  
Sharp Electronics Corporation  
Simpletech  
Sony Computer Entertainment  
Sony Electronics Inc.  
Stillwater Designs Inc.  
THQ Inc. (ValuSoft)  
Toshiba America Business Solutions Inc.  
Toshiba America Consumer Products  
Toshiba Computer Systems Division  
Vizio  
Vtech Communications Inc.  
Vtech Electronics  
Warner Home Video  
Zenith Electronics Corporation

**Consignors**

foneGear  
Intuit Inc.  
Memorex Products, Inc.

Navarre Corporation  
Panasonic Consumer Electronics Company  
Pinnacle Systems, Inc. (Avid Tech Inc.)  
THQ Inc. (ValuSoft)

**Credit Card Companies and/or Processors**

American Express  
Chase Bank, USA  
Discover Card  
IPS Card Solutions, Inc.  
MasterCard  
ValueLink  
Visa Inc.

**Insurers**

American Empire Excess & Surplus Lines  
American Home Assurance Company  
Arch Insurance Group  
Axis Reinsurance Company  
Axis Surplus Insurance Company  
Chubb  
CNA Global Specialty Lines  
Continental Casualty Company  
Essex Insurance Company  
Executive Risk Indemnity Inc.  
Federal Insurance Company  
Fireman's Fund Insurance Company  
Glacier Re  
Global Aerospace, Inc.  
Global Excess Partners  
Great American Assurance Company  
Great American Insurance Company  
Industrial Risk Insurers  
Integon Specialty Insurance Company  
Lancashire Insurance Company (UK) Ltd  
Landmark American Insurance Company  
Lexington Insurance Company  
Liberty Mutual Fire Insurance Company  
Lloyds of London  
National Liability & Fire Insurance Company  
National Union Fire Insurance Company  
Ohio Casualty Insurance Company  
Old Republic Risk Management Inc.  
Princeton Excess & Surplus Lines Insurance Co.  
RSUI Indemnity Company  
St. Paul Mercury Insurance Company  
State National Insurance Company  
Westchester Surplus Lines Insurance Company  
XL Specialty Insurance Company  
Zurich American Insurance Company

**Third Party Administrators**

Aetna Life Insurance Company  
Alliance Entertainment Corporation  
American Express Travel Related Services Company  
American Express Trust Company  
Aon Inc.  
Assurant Inc.  
Avista Advantage, Inc.  
Beecher Carlson Insurance Services  
Computerized Waste Systems  
CTSI  
E-Count  
Empire Blue Cross Blue Shield  
Hewitt Associates LLC  
IBM  
Jardine Lloyd Thompson Canada  
Kaiser Permanente  
Marsh USA, Inc.  
Medco Health Solutions  
Mercer Insurance Group  
Mid-Atlantic Vision Service Plan, Inc.  
Navigant Consulting, Inc  
Specialty Risk Services  
Tango, Inc.

Triple-S Management Corporation  
Vision Service Plan  
Wachovia Bank, N.A.

**Utility Providers**

Accent Energy  
American Electric Power Company  
American Water Company  
Alabama Gas Corporation  
Alabama Power  
Alameda County Water District  
Albemarle County Service Authority  
Albuquerque Bernalillo County Water  
Alderwood Water District  
Allegheny Power  
Alliant Energy/WP&L  
Alltel  
Altoona City Authority  
Ameren CIPS  
Ameren UE  
Ameren CILCO  
Ameren IP  
American Water & Energy Savers  
American Water Service, Inc.  
Anne Arundel County Water and Wastewater  
Anniston Water Works, AL  
Arizona Public Service  
Aqua New Jersey  
Aquarion Water Company of CT  
Aquila, Inc.  
Arch Wireless  
Arkansas Oklahoma Gas Corporation  
Arkansas Western Gas Company  
Artesian Water Company, Inc.  
Ashwaubenon Water & Sewer Utility  
AT&T  
AT&T (Ameritech)  
AT&T (Bellsouth)  
AT&T (Pacific Bell)  
AT&T (SNET)  
AT&T (Southwestern Bell)  
AT&T Mobility  
Athens Clarke County, GA  
Athens-Clarke County Stormwater Utility  
Atlantic City Electric  
Atmos Energy  
Augusta Utilities Department  
Aurora Water  
Astell Natural Gas System  
Autoridad de Acueductos y Alcantarillado  
Autoridad de Energia Electrica  
Avaya  
Avista Utilities  
Bangor Gas, ME  
Bangor Hydro Electric Company  
Bangor Water District  
Bay State Gas  
Bell South  
Bellevue City Treasurer, WA  
Belmont County Sanitary Sewer District, OH  
Bexar County WCID  
Baltimore Gas & Electric  
Board of Public Utilities-Cheyenne, WY  
Board of Water Supply/HI  
Board of Water Works of Pueblo, CO  
Borough of Chambersburg, PA  
Braintree Electric Light Department  
Braintree Water & Sewer Dept  
Brazoria County MUD #6  
Brick Township Municipal Utilities  
Brighthouse Networks  
Brownsville Public Utilities Board  
Brunswick-Glynn County, GA  
Bucks County Water & Sewer Authority  
California Water Service-Bakersfield

Canton Township Water Dept, MI	City of Cuyahoga Falls, OH
Cape Fear Public Utility Authority	City of Dallas, TX
Cascade Natural Gas	City of Daly City, CA
Center Township Water & Sewer Authority	City of Danbury, CT
CenterPoint Energy Services Inc.	City of Daphne, AL
Central Georgia EMC	City of Daytona Beach, FL
Central Hudson Gas & Electric Company	City of Dearborn, MI
Central Maine Power	City of Decatur, IL
CenturyTel	City of Denton, TX
Charleston Water System	City of Dover, DE
Charlotte County Utilities	City of Durham, NC
Charter Communications	City of East Point, GA
Charter Township of Bloomfield, MI	City of Escondido, CA
Charter Township of Meridian, MI	City of Falls Church, VA
Chattanooga Gas Company	City of Fayetteville, AR
Chesapeake Utilities	City of Florence, SC
Chesterfield County Utilities Department	City of Folsom, CA
Cheyenne Light, Fuel & Power	City of Fort Lauderdale, FL
Cincinnati Bell	City of Fort Myers, FL/340
Citizens Gas & Coke Utility	City of Fort Smith, AR
Citrus Heights Water District	City of Fredericksburg, VA
City and County of Denver, CO	City of Fresno, CA
City of Abilene, TX	City of Frisco, TX
City of Alcoa Utilities, TN	City of Fullerton, CA
City of Alexandria, LA	City of Garland Utility Services
City of Altamonte Springs, FL	City of Gastonia, NC
City of Amarillo, TX	City of Glendale, CA - Water & Power
City of Ammon, ID	City of Goodyear, AZ
City of Ann Arbor Treasurer, MI	City of Grand Rapids, MI
City of Ardmore, OK	City of Grandville, MI
City of Arlington, TX	City of Groveland, FL
City of Asheville, NC	City of Groveland, FL
City of Atlanta, GA-Dept of Watershed Mg	City of Gulfport, MS
City of Austin, TX	City of Harrisonburg, VA
City of Avondale, AZ	City of Hattiesburg, MS
City of Baltimore, MD	City of Hialeah, FL-Dept of Water & Sewer
City of Batavia, IL	City of Hickory, NC
City of Beaumont, TX	City of High Point, NC
City of Berwyn, IL	City of Houston, TX - Water/Wastewater
City of Bethlehem, PA	City of Humble, TX
City of Bloomington, IL	City of Huntington Beach, CA
City of Bloomington, MN	City of Hurst, TX
City of Boca Raton, FL	City of Independence, MO
City of Boulder, CO	City of Jacksonville, NC
City of Boynton Beach, FL/Utilities Dept	City of Joliet, IL
City of Brea, CA	City of Keene, NH
City of Bridgeport, WV	City of Keizer, OR
City of Brighton, MI	City of Killeen, TX
City of Brockton, MA	City of Kingsport, TN
City of Brookfield, WI	City of La Habra, CA
City of Buford, GA	City of Lafayette, IN
City of Burbank, CA	City of Lake Charles, LA
City of Burnsville, MN	City of Lake Worth, TX
City of Calumet City, IL	City of Lakewood, CA
City of Cape Coral, FL	City of Lakewood, CO
City of Carmel, IN	City of Laredo, TX
City of Cedar Hill, TX	City of League City, TX
City of Cedar Park, TX	City of Leominster, MA
City of Chandler, AZ	City of Lewisville, TX
City of Charlottesville, VA	City of Livermore, CA
City of Chicago, IL Dept. of Water	City of Long Beach, CA
City of Clearwater, FL	City of Longview, TX
City of Cocoa, FL	City of Lufkin, TX
City of Colonial Heights, VA	City of Lynnwood, WA
City of Columbia, MO	City of Madison Heights, MI
City of Columbia, SC	City of Mansfield, TX
City of Columbus, OH	City of Manteca, CA
City of Concord, NC	City of Maple Grove, MN
City of Concord, NH	City of Marion, IL
City of Coon Rapids, MN	City of Martinsville, VA
City of Coral Springs, FL	City of McHenry, IL
City of Corpus Christi, TX-Utility Busing	City of McKinney, TX
City of Countryside, IL	City of Melbourne, FL
City of Covina, CA	City of Merced
City of Crystal Lake, IL	City of Meriden Tax Collector, CT

City of Mesa, AZ	City of Sunnyvale, CA
City of Mesquite, TX	City of Tallahassee, FL - Util Dept
City of Midland, TX	City of Tampa, FL
City of Midwest City, OK	City of Taunton, MA
City of Millville, NJ	City of Taylor, MI
City of Minnetonka, MN	City of Temple, TX
City of Modesto, CA	City of Thornton, CO
City of Monrovia, CA	City of Toledo, OH
City of Montebello, CA	City of Torrance, CA
City of Morgan Hill, CA	City of Troy, MI
City of Muskegon, MI	City of Tucson, AZ
City of Myrtle Beach, SC	City of Tukwila, WA
City of Naperville, IL	City of Tulsa, OK
City of Niles, OH	City of Turlock, CA
City of Norman, OK	City of Tuscaloosa, AL
City of North Canton, OH	City of Tyler, TX
City of Norton Shores, MI	City of Vero Beach, FL
City of Norwalk, CA	City of Victorville, CA
City of Novi, MI	City of Vienna, WV
City of OFallon, IL	City of Virginia Beach, VA
City of Oklahoma City, OK	City of Waco, TX
City of Olympia, WA	City of Warner Robins, GA
City of Orange, CA	City of Webster, TX
City of Orem, UT	City of West Jordan, UT
City of Oxnard, CA	City of West Palm Beach/Utilities
City of Pasadena, CA	City of Westland, MI - Dept. 180701
City of Pasadena, TX	City of Wichita Falls, TX
City of Pembroke Pines, FL	City of Wichita Water Department, KS
City of Pensacola, FL	City of Wilmington, DE
City of Peoria, AZ	City of Wilmington, NC
City of Phoenix, AZ	City of Winston-Salem, NC
City of Pittsburg, CA	City of Woodbury, MN
City of Plano, TX	City of Yuma, AZ
City of Plantation, FL	City Utilities (Fort Wayne, IN)
City of Pontiac, MI	City Utilities of Springfield, MO
City of Port Arthur, TX	City Water & Light
City of Port Richey, FL	City Water Light & Power, Springfield IL
City of Portage, MI	Clackamas River Water
City of Portland, OR	Clarksville Department of Electricity
City of Portsmouth, NH	Clarksville Gas & Water Department
City of Raleigh, NC	Clearwater Enterprises, L.L.C.
City of Rancho Cucamonga, CA	Cleco Power LLC
City of Redding, CA	Cleveland Utilities
City of Richland, WA	Coachella Valley Water District
City of Richmond, VA	Cobb County Water System
City of Rochester Hills, MI	College Station Utilities - TX
City of Rockford, IL	Colorado Springs Utilities
City of Rockwall, TX	Columbia Gas of Kentucky
City of Roseville, CA	Columbia Gas of Maryland
City of Roseville, CA	Columbia Power & Water Systems
City of Roseville, MI	Columbus City Utilities
City of Round Rock, TX	Columbus Water Works
City of Salisbury, NC	Com Ed
City of San Bernardino, CA - Water	Comcast
City of San Diego, CA	Compton Municipal Water Dept
City of San Luis Obispo, CA	Con Edison
City of Santa Barbara, CA	Con Edison Solutions
City of Santa Maria, CA	Connecticut Light & Power
City of Santa Monica, CA	Connecticut Natural Gas Corporation
City of Santa Rosa, CA-Water & Sewer	Connecticut Water Company
City of Savannah, GA	Connexus Energy
City of Sebring, FL	Consolidated Communications
City of Selma, TX	Consolidated Mutual Water
City of Sherman, TX	Consolidated Waterworks District #1
City of Shreveport, LA-D O W A S	Consumers Energy
City of Signal Hill, CA	Contra Costa Water District
City of Slidell, LA	County of Henrico, VA
City of Somerville, MA	Cox Communications
City of Southaven, MS	CPS Energy
City of Southlake, TX	Cucamonga Valley Water District
City of St. Cloud, MN	Dakota Electric Association
City of St. Peters, MO	Davidson Telecom LLC
City of Steubenville, OH	Dayton Power & Light
City of Sugar Land, TX	Delmarva Power DE/MD/VA
City of Summerville, Armuchee	Delta Charter Township, MI

Denver Water  
Deptford Township MUA, NJ  
Direct Energy  
Division of Water, City of Cleveland OH  
Dixie Electric Cooperative  
Dominion East Ohio  
Dothan Utilities  
Douglasville-Douglas County GA  
DTE Energy  
Dublin San Ramon Services District  
Duke Energy  
Dupage County Public Works  
Duquesne Light Company  
East Bay Municipal Utility District  
East Brunswick Water Utility  
Eastern Municipal Water District  
Easton Suburban Water Authority  
Easylink Services Corporation  
El Paso Electric Company  
El Paso Water Utilities  
El Toro Water District  
Electric City Utilities/City of Anderson  
Electric Power Board-Chattanooga  
Elizabethtown Gas  
Elmira Water Board NY  
Elyria Public Utilities  
Embarq Communications  
Emerald Coast Utilities Authority  
Entergy Arkansas, Inc.  
Entergy Gulf States LA, LLC  
Equitable Gas Company  
Erie County Water Authority  
Evansville, IN Waterworks Dept  
Everett Utilities  
Fairfax Water - VA  
Fairfield Municipal Utilities  
Fairpoint Communications  
Fewtek Inc.  
First Utility District of Knox County  
Flint EMC, GA  
Flint Township-Board of Public Works  
Florence Water & Sewer Commission  
Florida City Gas  
Florida Power & Light Company  
Florida Public Utilities Co, DeBary  
Floyd County Water Department  
Fontana Water Company  
Fort Collins Utilities  
Fort Worth Water Dept, TX  
Frederick County Division of Utilities  
Frontier  
Fruitland Mutual Water Company  
Gainesville Regional Utilities  
Gas South  
Geoff Patterson, Receiver of Taxes  
Georgia Power  
Golden State Water Company  
Grand Chute Utilities  
Grand Traverse County Dept of Pub Works  
Granite Telecommunications  
Greater Augusta Utility District, ME  
Greater Cincinnati Water Works  
Green Bay Water Utility  
Green Mountain Power  
Greene County - Department of Public Wor  
Greenville Utilities Commission, NC  
Greenville Water System, SC  
GreyStone Power Corporation  
Gulf Power  
Gwinnett Co. Water Resources  
Hamilton Township  
Hampton Roads Utility Billing Services  
Harker Heights Water Department, TX  
Harpeth Valley Utilities District  
Harrisonburg Electric Commission  
Hawaiian Electric Company, Inc.  
Hawaiian Telecom  
Hayward Water System  
Helix Water District  
Hernando County Utilities, FL  
Hicksville Water District  
Highland Sewer & Water Authority  
Highland Utilities Dept, IN  
Highlands Ranch Metro Districts  
Hillsborough County Water Resource Ser.  
Holland Board of Public Works  
Holland Charter Township, MI  
Holyoke Gas & Electric Department  
Holyoke Water Works, MA  
Huntsville Utilities, AL  
Idaho Power  
Imperial Irrigation District, CA  
Indian River County Utilities, FL  
Indianapolis Power & Light  
Indianapolis Water Company  
Insight  
Intercall  
Intermountain Gas Company  
Intermountain Rural Electric Association  
Irvine Ranch Water District  
Jackson Electric Membership Corp, GA  
Jackson Energy Authority  
Jackson Water Collection, MI  
Jacksonville Electric Authority  
Jefferson County AL, Sewer Service Fund  
Jefferson Parish, LA  
Jersey Central Power & Light  
Johnson City Power Board  
Johnson City Utility System  
Kansas City Power & Light Company  
Kansas Gas Service  
KCMO Water Services Department  
Keynote Red Alert  
Kissimmee Utility Authority  
Knoxville Utilities Board  
Kentucky Utilities Company  
Laclede Gas Company  
Lafayette Utilities Systems  
Lake Apopka Natural Gas District, FL  
Lake County Dept of Public Works, IL  
Lakehaven Utility District  
Lakeland Electric/City of Lakeland,FL  
Lansing Board of Water & Light  
Lee County Electric Cooperative  
Lincoln Electric System  
Long Island American Water, NY  
Long Island Power Authority  
Los Angeles County Dept. of Public Works  
Los Angeles Dept of Water & Power  
Loudoun Water  
Louisville Water Company  
Lubbock Power Light & Water  
Lycoming County Water & Sewer Authority  
Macon Water Authority  
Madison Gas and Electric - WI  
Madison Suburban Utility District  
Madison Water/Sewer/Storm Utilities, WI  
Manchester Water Works  
Marin Municipal Water District  
Martin County Utilities  
McAllen Public Utilities -TX  
MCI  
Manatee County Utilities Cust Serv  
Medford Water Commission, OR  
Memphis Light, Gas & Water Division  
Merced Irrigation District  
Merchantville - Pennsauken  
Met-Ed  
Metro  
Metro Technology, Inc. (AL)

Metro Water Services TN	Pinellas County, FL-Utilities
Metropolitan St. Louis Sewer District	Plaza Mill Limited
Miami-Dade Water and Sewer Dept.	PNM Electric & Gas Services
MidAmerican Energy Company	Portland General Electric
Mid-Carolina Electric Cooperative	Portland Water District - ME
Middle Tennessee Electric Membership	PPL Utilities
Milwaukee Water Works	Prattville Water Works Board
Mishawaka Utilities	Progress Energy Carolinas, Inc
Mississippi Power	Providence Water
Missouri Gas Energy	Public Service Electric & Gas Company
Mobile Area Water & Sewer System	PSNC Energy (Public Service Company of NC)
Modesto Irrigation District	Public Service of New Hampshire
Monroe County Water Authority	Public Works Commission, City of Fayetteville
Monte Vista Water District	Puerto Rico Telephone
Montgomery Water Works	Puget Sound Energy
Mount Laurel Municipal Utilities	Prince William County Services
Mount Pleasant Waterworks, SC	Questar Gas
Mountaineer Gas	Qwest
Nashville Electric Service	Racine Water & Wastewater Utilities, WI
National Fuel	Rancho California Water District
National Grid	Regional Water Authority, CT
Nevada Power Company	Research In Motion
New Braunfels Utilities, TX	Rochester Gas & Electric
New England Gas Company	Ritter Communications
New England Water Utility Services, Inc.	Riverdale City Corporation
New Hampshire Gas Corporation	Riverside Public Utilities, CA
New Jersey Natural Gas Company	Roanoke Gas Company
New Mexico Utilities, Inc.	Rocky Mount Public Utilities
Newport News Waterworks	Sacramento County Utilities
Nextel Communications	Sacramento Municipal Utility District
Nicor Gas Transportation	Saddleback Communications
Nicor Gas	Saint Paul Regional Water Services
Northern Indiana Public Service Company	Salt Lake City Corporation
North Attleborough Electric	San Angelo Water Utilities
North Attleborough Public Works	San Antonio Water System
North Little Rock Electric	San Diego Gas & Electric
North Shore Gas	San Jose Water Company
North State Communications	Santa Buckley Energy
North Wales Water Authority	Santa Cruz Municipal Utilities
Northampton Borough Municipal Authority	Santa Margarita Water District-SMWD
Northern Utilities Natural Gas	Santee Cooper
Northern Virginia Electric Cooperative	Sarasota County Environmental Services
NSTAR/	Sawnee EMC
NW Natural	South Carolina Electric & Gas
NYC Water Board	Sebring Gas System Inc.
New York State Electric & Gas	Second Taxing District Water Department
O.C.W.S. Okaloosa County	Semco Energy Gas Company
Ocala Electric Utility, FL	Sempra Energy Solutions
Oceanic Time Warner Cable	SFPUC-Water Department, CA
Onondaga County Water Authority	Shelby Township Dept of Public Works
Oklahoma Gas & Electric Service	Sierra Pacific Power Company-NV
Ohio Edison	Silverdale Water District # 16
Oklahoma Natural Gas Company	Simplenet
Olivenhain Municipal Water District	Skytel
Ontario Water Works	Southern Maryland Electric Cooperative
Orange and Rockland Utilities	Snapping Shoals EMC
Orange County Utilities	Snohomish County PUD
Orlando Utilities Commission	South Bend Water Works
Orwell Natural Gas Company	South Central Power CO, OH
Ozarks Electric Cooperative Corporation	South Jersey Gas Company
Pacific Gas & Electric	South Louisiana Electric Cooperative
Pacific Power-Rocky Mountain Power	Southern California Edison
Paducah Power System	Southern California Gas
Panama City Utilities Department , FL	Southwest Gas Corporation
Parker Water & Sanitation District	Southwestern VA Gas Company
Paulding County Water, GA	Spartanburg Water System
Pearl River Valley EPA	Spectrum Utilities Solutions
Peco Energy Company	Spokane County Utilities
Pedernales Electric Cooperative, Inc.	Spokane County Water Dist #3
Penelec	Spring Hill Water Works, TN
Pennichuck Water Works, Inc.	Springfield Utility Board
Peoples Gas	Springfield Water & Sewer Commission
PEPCO (Potomac Electric Power Company)	Sprint
Philadelphia Gas Works	Salt River Project
Piedmont Natural Gas-Nashville Gas	St. Lucie West Services District

Suburban East Salem Water District  
Suburban Natural Gas  
Suddenlink  
Suez Energy Resources NA  
Suffolk County Water Authority - NY  
Summit Township Water Authority  
Sumter Electric Cooperative, Inc., FL  
Surewest  
Sweetwater Authority  
T Mobile  
Tacoma Public Utilities  
Taunton Municipal Lighting Plant  
TDS Telecom  
Tampa Electric Company  
Terrebonne Parish Consolidated Govt.  
Texas Gas Service  
The Illuminating Company  
The Metropolitan District CT  
The Torrington Water Company  
Thoroughbred Village  
Toledo Edison  
Tombigbee Electric Power Assoc-Tupelo  
Town of Apex, NC  
Town of Aurelius - Water & Sewer, NY  
Town of Burlington, MA  
Town of Cary, NC  
Town of Collierville, TN  
Town of Cortlandt, NY  
Town of Danvers, MA-Electric Division  
Town of Dartmouth, MA  
Town of Foxborough, MA  
Town of Gilbert, AZ  
Town of Hanover, MA-Tax Collector  
Town of Manchester, CT  
Town of Natick, MA  
Town of Plymouth, MA  
Town of Queen Creek Water, AZ  
Town of Salem, NH  
Town of Schererville, IN  
Town of Vestal, NY - Utility Fund  
Town of Victor, NY  
Town of Wallkill, NY  
Township of Freehold, NJ  
Township of Livingston, NJ  
Township of Roxbury, NJ  
Township of Wayne, NJ  
TPS  
Tri-County Electric Cooperative/TX  
Trinsic Spectrum Business  
Truckee Meadows Water Authority, NV  
Trumbull County Water & Sewer Dept.  
Trussville Utilities Board, AL  
Tucows Com  
Tucson Electric Power Company  
Tupelo Water & Light Dept  
Turlock Irrigation District  
TXU Energy  
Tylex Inc./TX  
UGI Energy Services, Inc.  
UGI Penn Natural Gas  
United Illuminating Company  
United Power  
United Water Idaho  
United Water New Jersey/Harrington Park  
United Water Pennsylvania  
Utilil Concord Electric Company  
USA Mobility  
UTE Water Conservancy District  
Utilities Inc. of Louisiana  
Utility Billing Services-AR  
Utility Payment Processing, Baton Rouge  
Valencia Water Company, CA  
VCCDD Utility  
Vectren Energy Delivery  
Verizon (BA)

Verizon (GTE)  
Verizon Online  
Verizon Wireless  
Vermont Gas Systems, Inc.  
Village of Algonquin, IL  
Village of Arlington Heights, IL  
Village of Bedford Park, IL  
Village of Bloomingdale, IL  
Village of Downers Grove, IL  
Village of Elmwood Park, IL  
Village of Gurnee, IL  
Village of Matteson, IL  
Village of Niles, IL  
Village of Norridge, IL  
Village of Nyack Water Dept., NY  
Village of Schaumburg, IL  
Village of Wellington, FL  
Virginia Natural Gas  
Vista Irrigation District  
Walnut Valley Water District  
Walton EMC PO Box 1347/260  
Warrington Township Water & Sewer Dept.  
Washington Gas  
Washington Suburban Sanitary Commission  
Water Gas & Light Commission  
Water Revenue Bureau, PA  
WaterOne  
Wisconsin Electric  
Wisconsin Gas  
West View Water Authority  
Westar Energy/KPL  
Western Allegheny County MUA  
Western Massachusetts Electric  
Westminster Finance - CO  
Wilkinsburg-Penn Joint Water Authority  
Williston Water Department  
Willmut Gas Company  
Windstream  
Wisconsin Public Service Corporation  
Withlacochee River Electric Cooperative  
Wright-Hennepin Coop Electric  
Xcel Energy: Southwestern Public Service  
Yankee Gas Services  
Youngstown Water Dept., OH

**Real Property Lessors**

1030 W. North Avenue Bldg., LLC  
120 Orchard LLC  
1251 Fourth Street Investors, LLC  
13630 Victory Boulevard LLC  
1890 Ranch, Ltd  
1965 Retail LLC  
19th Street Investors, Inc.  
36 Monmouth Plaza LLC  
3725 Airport Boulevard, LP  
380 Towne Crossing, LP  
4 Newbury Danvers LLC  
44 North Properties, LLC  
444 Connecticut Avenue LLC  
502-12 86th Street, LLC  
5035 Associates, LP  
601 Plaza, LLC  
610 & San Felipe, Inc.  
680 S. Lemon Avenue Company LLC  
700 Jefferson Road Ii, LLC  
ADD Holdings, LP  
AAC Cross County Leasehold Owner, LLC  
Abercorn Common, LLP  
Abrams Willowbrook Three LP  
Acadia Realty Limited Partnership  
Accent Homes, Inc  
ACPG Management, LLC  
Advance Real Estate Management, LLC  
Agree Limited Partnership  
AIG Baker Deptford, LLC

AIG Baker Hoover, LLC  
Alameda Associates  
Alexander's Of Rego Park Center, Inc.  
Alexandria Main Mall LLC  
Alliance - Rocky Mount, LLC  
Almaden Plaza Shopping Center, Inc.  
Almeda-Rowlett Retail LP  
Almonesson Associates, LP  
Altamonte Springs Real Estate Associates, LLC  
Amargosa Palmdale Investments, LLC  
AMB Property, LP  
Amcap Arborland LLC  
Amcap Northpoint LLC  
American National Bank & Trust Company Of Chicago  
American National Insurance Company  
Amherst Industries, Inc.  
AMLI Land Development- I, LP  
Ammon Properties LLC  
AM REIT Texas Real Estate Investment Trust  
AR Investments, LP  
Arboretum of South Barrington LLC  
Ardmore Development Authority  
Argyle Forest Retail I, LLC  
Arho LP  
Arrowhead Net Lease, LP  
Arundel Mills Marketplace LP  
Atlantic Center Fort Greene Associates LP  
Avenue Forsyth LLC  
Avr Cpc Associates, LLC  
Awe-Ocala, Ltd.  
Bainbridge Shopping Center II LLC  
Baker Natick Promenade LLLC  
Barberio, Janet  
Bard, Ervin & Suzanne  
Barnes and Powers North LLC  
Basile LLC  
Basser - Kaufman 222, LLC  
Basser-Kaufman Inc.  
Battlefield Fe LP  
BBD Rosedale, LLC  
BC Portland Partners, Inc.  
Bear Valley Road Partners LLC & M Lantz LLC  
Beatson, William P. Jr.  
Becker Investment Company  
Becker Trust, LLC  
Bedford Park Properties, LLC  
Bel Air Square LLC  
Bella Terra Associates LLC  
Benderson Development Company  
Benderson Properties Inc.  
Benenson Columbus - OH Trust  
Berkshire West  
Berkshire-Amherst, LLC  
Berkshire-Hyannis, LLC  
BFLO-Waterford Associates, LLC  
BFW/Pike Associates, LLC  
BG Walker, LLC  
BK Properties LP  
Blank Aschkenasy Properties LLC  
Building Retail 2007 LLC & Netarc LLC  
Bl-NTY I, LLC  
Boise Towne Plaza LLC  
Bond CC. V Delaware Business Trust  
Bond CC II Delaware Business Trust  
Bond CC III Delaware Business Trust  
Bond CC IV Delaware Business Trust  
Bond-Circuit II Delaware Business Trust  
Bond-Circuit IV Delaware Business Trust  
Bond-Circuit IX Delaware Business Trust  
Bond-Circuit V Delaware Business Trust  
Bond-Circuit VIII Delaware Business Trust  
Bond-Circuit X Delaware Business Trust  
Bond-Circuit XI Delaware Business Trust  
Boulevard Associates  
Boulevard North Associates, LP  
Boyer Lake Pointe, Lc  
BPP-Connecticut LLC  
BPP-Muncy LLC  
BPP-Ny LLC  
BPP-Oh LLC  
BPP-Redding LLC  
BPP-Sc LLC  
BPP-Va, LLC  
BPP-Wb, LLC  
Brandywine Grande C, LP  
Bre, Louis Joliet, LLC  
Briantree Property Association LP  
Brick 70 LLC  
Brighton Commercial LLC  
Broadacre South LLC  
Broadstone Crossing LLC  
BT Bloomington LLC  
Burbank Mall Associates LLC  
Burnham Pacific Properties  
By-Pass Development Company LLC  
CC. Hamburg NY Partners, LLC  
CJM. Management Company  
CA New Plan Asset Partnership IV, LLP  
Cafaro Governors Square Partnership  
Camelback Center Properties  
Cameron Group Associates LLP  
Campbell Properties LP  
Cap Brunswick LLC  
Caparra Center Associates, S.E.  
Capital Centre LLC  
Cardinal Capital Partners  
Cardinal Court, LLC  
Carlyle-Cypress Tuscaloosa I, LLC  
Carousel Center Company, LP  
Carriage Crossing Market Place, LLC  
Carrollton Arms  
Catellus Development Corporation  
Catellus Operating LP  
CBC - Wilbur Properties  
CBL Terrace Limited Partnership  
CC - Investors 1995-6  
CC - Investors 1996-1  
CC - Investors 1996-12  
CC - Investors 1996-17  
CC - Investors 1996-3  
CC Brandywine Investors 1998 LLC  
CC Colonial Trust  
CC Countryside 98 LLC  
CC East Lansing 98 LLC  
CC Frederick 98 LLC  
CC Ft. Smith Investors 1998 LLC  
CC Grand Junction Investors 1998 LLC  
CC Green Bay 98 LLC  
CC Harper Woods 98 LLC  
CC Independence LLC  
CC Indianapolis 98 LLC  
CC Indianapolis LLC  
CC Investors 1995-1  
CC Investors 1995-2  
CC Investors 1995-3  
CC Investors 1995-5  
CC Investors 1996-10  
CC Investors 1996-14  
CC Investors 1996-6  
CC Investors 1996-7  
CC Investors 1997-10  
CC Investors 1997-12  
CC Investors 1997-2  
CC Investors 1997-3  
CC Investors 1997-  
CC Jackson 98 LLC  
CC Kingsport 98 LLC  
CC La Quinta LLC  
CC Lafayette LLC

CC Madison LLC	Compton Commercial Redevelopment Company
CC Merrillville Trust	Concar Enterprises Inc.
CC PhiladeLPhia 98 LLC	Concord Mills LP
CC Ridgeland 98 LLC	Condan Enterprises LLC
CC Roseville, LLC	Congressional North Associates LP
CC Springs LLC	Continental 45 Fund LLC.
CC Wichita Falls 98 Trust	Continental 64 Fund LLC
CCC Realty, LLC	Cortlandt B. LLC
CCDC Marion Portfolio LP	Cosmo-Eastgate, Ltd.
CCI Louisiana Trust	Cottonwood Phase V LLC
CCI Trust 1994-I	Coventry II DDR Buena Park Place LP
CC-Virginia Beach LLC	Coventry II DDR Merriam Village LLC
CDB Falcon Sunland Plaza LP	Covington Lansing Acquisition LLC
Cedar Development, Ltd	CP Venture Two LLC
Centennial Holdings LLC	Craig-Clarksville Tennessee LLC
Central Investments, LLC	Crosspointe 08 A LLC
Central Park 1226, LLC	Crossways Financial Associates LLC
Central Park Property Owners Association	Crown CC 1 LLC
Centro Bradley Spe 7 LLC	CT Retail Properties Finance V LLC
Centro Heritage County Line LLC	Cypress/Spanish Fort I LP
Centro Heritage Innes Street LLC	Daly City Partners I LP
Centro Heritage UC Greenville LLC	Daniel G. Kamin Baton Rouge LLC
Centro Properties Group	Daniel G. Kamin Burlington LLC
Centro Watt	Daniel G. Kamin Elmwood Park LLC
Century Plaza Development Corporation	Daniel G. Kamin Flint, LLC
Cermak Plaza Associates LLC	Daniel G. Kamin Mcallen LLC
CFH Realty III/Sunset Valley LP	Daniel G Kamin and Howard Kadish, LLC
Chalek Company LLC	Dartmouth Marketplace Associates
Chambersburg Crossing LP	Dayton Hudson Corporation
Chandler Gateway Partners LLC	DDR Southeast Loisdale LLC
Chapel Hills - West LLC	DDR Crossroads Center LLC
Chapman And Main Center	DDR Family Centers LP
Charbonnet Family Ltd et. al	DDR Highland Grove LLC
Charlotte (Archdale) UY LLC	DDR Homestead LLC
Chehalis Hawaii Partners LLC	DDR Horseheads LLC
Chico Crossroads LP	DDR Mdt Asheville River Hills
Chino South Retail PG LLC	DDR Mdt Fairfax Towne Center LLC
CHK LLC	DDR Mdt Grandville Marketplace LLC
Cim/Birch St., Inc.	DDR Mdt Monaca Township Marketplace LLC
Circuit Distribution - Illinois	DDR Mdt Union Consumer Square, LLC
Circuit Il Corporation	DDR Miami Ave LLC
Circuit Investors - Fairfield, LP	DDR Norte LLC, S.E.
Circuit Investors - Vernon Hills, LP	DDR Southeast Cary LLC
Circuit Investors - Yorktown, LP	DDR Southeast Cortez, LLC
Circuit Investors #2 Ltd	DDR Southeast Culver City District
Circuit Investors #3 LP	DDR Southeast Dothan Outparcel, LLC
Circuit Investors #4 - Thousand Oaks LP	DDR Southeast Highlands Ranch LLC
Circuit Oklahoma Property Investor	DDR Southeast Olympia District
Circuit Pennsylvania Corporation	DDR Southeast Rome LLC
Circuit Sports LP	DDR Southeast Snellville LLC
Circuit Tax Property Investors LP	DDR Southeast Union LLC
Circuitville LLC	DDR Southeast Vero Beach LLC
Citrus Park CC LLC	DDR 1st Carolina Crossings South LLC
City View Center LLC	DDRA Arrowhead Crossing LLC
CK Richmond Business Services #2, LLC	DDRM Hilltop Plaza LP
Clairemont Square	DDRM Skyview Plaza LLC
Clay Terrace Partners LLC	DDR-Sau Greenville Point LLC
Cleveland Towne Center LLC	DDR-Sau Wendover Phase II, LLC
Coastal Way LLC	DDRTC CC Plaza LLC
Cobb Corners II LP	DDRTC Columbian Station I LLC
Cofal Partners LP	DDRTC Creeks at Virginia Center LLC
Cohab Realty LLC	DDRTC McFarland Plaza LLC
Coldwater Development LLC	DDRTC Newnan Pavilion LLC
Cole CC Aurora Co, LLC	DDRTC Southlake Pavilion LLC
Cole CC Groveland Fl, LLC	DDRTC Sycamore Commons LLC
Cole CC Kennesaw Ga, LLC	DDRTC T&C LLC
Cole CC Mesquite Tx, LLC	DDRTC Walks at Highwood Preserve I LLC
Cole CC Taunton Ma, LLC	Decatur Plaza I, LLC
Colonial Heights Holding, LLC	Deerbrook Anchor Acquisition LLC
Colonial Heights Land Association	Dematteo Management Inc.
Colonial Square Associates LLC	Dentici Family Limited Partnership
Colonnade LLC	Derito Pavilions 140 LLC
Colony Place Plaz, LLC	Desert Home Communities of Oklahoma, LLC
Columbia Plaza Shopping Center Venture	DEV LP
Community Centers One LLC	Diamond Square LLC

Dicker/Warmington Properties  
Dikeou, Deno P.  
Dim Vastgoed, N.V.  
DJD Partners LP  
DMC Properties, Inc.  
Dollinger Lost Hills Associates  
Donahue Schriber Realty Group LP  
Dowel Conshohocken LLC  
Dowel-Allentown, LLC  
Doyle Winchester Properties, LLC  
Drexel Delaware Trust  
Drury Land Development Inc.  
Durham Westgate Plaza Investors LLC.  
E&A Northeast LP  
Eagleridge Associates (Pueblo) LLC  
East Gate Center V  
Eastchase Market Center LLC  
Eastland Shopping Center LLC  
Eastridge Shopping Center LLC  
EEL McKee LLC  
EKLEC Co. Newco LLC  
ELPF Slidell, LLC  
Emporium on LBJ Owners Association  
Encinitas PFA, LLC  
Enid Two, LLC  
ERP of Midway, LLC  
Estate of Joseph Y. Einbinder  
Evansville Developers LLC, G.B.  
Evergreen Mcdowell And Pebble Creek LLC  
Excel Realty Partners LP  
Excel Westminster Marketplace, Inc.  
F.R.O., LLC Ix  
Faber Bros., Inc  
Fairfax Court LP  
Fairview Heights Investors LLC  
Fairway Centre Associate, LP  
Faram Muskegon LLC  
Farmingdale-Grocery LLC  
Fayetteville Developers LLC  
FC Janes Park LLC  
FC Richmond Associates LP  
FC Treeco Columbia Park, LLC  
FC Wodbridge Crossing, LLC  
Federal Realty Investment Trust  
Feil Organization, The  
FGP Company  
Fingerlakes Crossing LLC  
Firecreek Crossing o Reno LLC  
First Berkshire Properties LLC  
FJL MVP LLC  
Flintlock Northridge LLC  
F&M Properties  
Fogg-Snowville LLC  
Foothill Business Association  
Foothill Pacific Towne Center  
Forecast Danbury LP  
Forest City Commercial Group LLC  
Forest City Ratner Company  
Fourels Investment Company  
Fr/Cal Gouldsboro Property Holding LP  
Friedland, Lawrence And Melvin  
FW CA Brea Marketplace LLC  
G&S Livingston Realty Inc.  
Gainesville Outdoor Advertising Inc.  
Galileo Apollo II Sub, LLC  
Galileo CMBS T2 NC LP  
Galileo Freshwater/Staseline LLC  
Galileo Northeast LLC  
Galleria Partnership  
Galleria Plaza Ltd.  
Garden City Center  
Gateway Center Properties III, LLC  
Gateway Company LLC  
Gateway Woodside Inc.  
GC Acquisition Corporation  
Geenen Dekock Properties LLC  
Generation H One and Two LP  
GGP Mall of Louisiana LP  
GGP-Steeplegate Inc.  
Gladwyne Investors, LP  
Glenmoor LP  
GMS Golden Valley Ranch LLC  
Goldsmith, Barbara L.  
Goodmill LLC  
Gould Livermore LLC  
Grand Hunt Center Oea  
Gravois Bluffs III LLC  
GRE Grove Street One LLC  
GRE Vista Ridge LP  
Greater Orlando Aviation Authority  
Greece Ridge LLC  
Greeley Shopping Center LLC  
Green 521 5th Avenue LLC  
Green Acres Mall LLC  
Greenback Associates  
Greenwood Point LP  
GRI-EQY (Sparkleberry Square) LLC  
GS Erie LLC  
GS II Brook Highland LLC  
Gunning Investments, LLC  
Hallaian Brothers  
Hamilton Chase Santa Maria LLC  
Hamilton Crossing I LLC  
Hampden Commons Condominium Association  
Hannon Ranches Ltd  
Hanson Industries Inc.  
Harold and Lucille Chaffee Trust  
Hart Kings Crossing LLC  
Hartman 1995 Ohio Property Trust  
Harvest/NPE LP  
Hayden Meadows JV  
Hayward 880, LLC  
Heritage Property Investment LP  
Heritage-Lakes Crossing LLC  
Hickory Hollow Development Inc.  
Hickory Ridge Pavilion LLC  
Highlands Ranch Community Association  
HIP Stephanie, LLC  
HK New Plan Covered Sun LLC  
HK New Plan EPR Property Holdings LLC.  
HK New Plan Exchange Property Owner II LP  
HKK Investments  
Hollingsworth Capital Partners - Intermodal, LLC  
Holyoke Crossing LP II  
Home Depot USA Inc.  
Hoprock Limonite LLC  
Howland Commons Partnership  
HRI/Lutherville Station LLC  
Hudson Realty Trust  
Huntington Mall Company  
HV Covington LLC  
HWR Kennesaw LLC  
I-10/Bunker Hill Associates, LP  
I-93 Somerville LLC  
Iannucci Development Corporation  
Immobilien Verwaltung GMBH  
Indian River Mall  
Inland American Chesapeake Crossroads LLC  
Inland American Oklahoma City Penn, LLC  
Inland American Retail Management  
Inland Commercial Property Management Inc.  
Inland Us Management LLC  
Inland Western Austin Southpark Meadows II LP  
Inland Western Cedar Hill Pleasant Run LP  
Inland Western College Station Gateway II, LP  
Inland Western Columbus Clifty LLC  
Inland Western Houma Magnolia LLC  
Inland Western Lake Worth Towne Crossing  
Inland Western Lewisville Lakepointe LP  
Inland Western McDowell LLC

Inland Western Oswego Gerry Centennial LLC  
Inland Western Richmond Mayland LLC  
Inland Western San Antonio Hq LP  
Inland Western Southlake Corners LP  
Inland Western Sugar Land Colony LP  
Inland Western Temecula Commons LLC  
Inland Western West Mifflin Century III District  
Intergrated Real Estate Services LLC  
International Speedway Square Ltd  
Interstate Augusta Properties LLC  
Investors Brokerage Inc.  
Irish Hills Plaza West II LLC  
Irvine Company LLC  
Irving Harlem Venture LP  
J&F Enterprises  
Jaffe of Weston II Inc.  
Janaf Crossings, LLC  
Jantzen Dynamic Corporation  
Jefferson Mall Company II LLC  
JKCG LLC  
Johnson City Crossing (Delaware)LLC  
Johnstown Zamias LP  
Jubilee-Springdale LLC  
Jurupa Bolingbrook LLC  
JWC/Loftus LLC  
K&G/Dearborn LLC.  
Kamin Realty Co  
Karns Real Estate Holdings II, LLC  
Katy Mills Mall LP  
KB Columbus I-CC  
KC Benjamin Realty LLC  
K E - Athens LLC  
Kendall-77 Ltd.  
Kentucky Oaks Mall  
K-Gam Broadway Craycroft LLC  
Kimco Acadiana 670 Inc.  
Kimco Arbor Lakes S.C., LLC  
Kimco Pk LC  
Kimco Realty Corporation  
KIR Amarillo LP  
KIR Arboretum Crossing LP  
KIR Augusta I 044 LLC  
KIR Piers 716 LLC  
Kite Coral Springs LLC  
Knoxville Levcal LLC  
KNP Investments  
Kobra Properties  
Kolo Enterprises  
Kramont Vestal Management LLC  
KRG Market Street Village LP  
Kroustalis Investment  
Krupp Equity Limited Partnership  
KSK Scottsdale Mall LP  
L. Mason Capitani Propety & Asset Mgmt. Inc  
La Cienega-Sawyer Ltd.  
La Frontera Village LP  
La Habra Imperial LLC  
Landing at Arbor Place LP, The  
Landings Management Association  
Landman, Deborah, Eli Landman, Zoltan Schwartz &  
Anna Schwartz  
Laredo/MDN II LP  
Larry J. Rietz, MP, LLC  
Las Vegas Land and Development Company LLC  
LB Commercial Mortgage Trust Series 1998 C1  
LC White Plains Retail LLC  
Lea Company  
League City Towne Center Ltd  
Leben, Robert L. & Mary C.  
Lester Development Corporation  
Lexington Corporate Properties Inc.  
Lexington Lion Weston I LP  
Lincoln Plaza Associates LP  
Lincoln US Properties LP  
Linden Business Center Association  
Little Britain Holding, LLC  
Loop West LLC  
Louis Joliet Shoppingtown LP  
Lucknow Associates  
Lufkin Gkd Partner, LP  
M & M Berman Enterprises  
MIA Brookhaven LLC  
Macerich Lakewood LLC  
Macerich Vintage Fair LP  
Macy's Central  
Madison Waldorf LLC  
Magna Trust Company  
Main Street At Exton LP  
Mall at Gurnee Mills LLC  
Mall at Valle Vista LLC  
Mall of Georgia LLC  
Mallview Plaza Company Ltd.  
Manco Abbott OEA Inc.  
Mansfield Seq 287 and Debbie Ltd.  
Manteca Stadium Park LP  
Marco Portland General Partnership  
Market Heights Ltd  
Marlton VF, LLC  
Mass One LLC  
Mayfair - MDCC Business Trust  
MB Fabyan Randall Plaza Batavia LLC  
MB Keene Monadnock LLC  
McAlister Square Partners Ltd  
MD-GSI Associate, LLC  
MDS Realty II, LLC  
Meacham Business Center LLC  
Meadowbrook Village LP  
Melbourne-JCP Associates Ltd.  
Melville Walton Hone, Trustee Of Hone Family  
Memorial Square 1031 LLC  
Meridian Village LLC  
Metro Center LLC  
Meyerland Plaza (De) LLC  
MHW Warner Robins LLC  
Mibarev Development I LLC  
Mid US LLC  
Mid-America Asset Management  
Milford Crossing Investors LLC  
Millman 2000 Charitable Trust  
Millstein Industries LLC  
MK Kona Commons LLC  
Mobile KPT LLC  
Monrovia Marketplace LLC  
Montclair Plaza LLC  
Monte Vista Crossings, LLC  
Montevideo Investments, LLC  
Montgomery Towne Center Station, Inc  
Morgan Hill Retail Venture LP  
Morris Bethlehem Associates LP  
Morrison Crossing Shopping Center  
Mount Berry Square LLC  
Mr Keene Mill 1 LLC  
Msf Eastgate-I LLC  
Myrtle Beach Farms Company Inc.  
Nap Northpoint LLC  
National Retail Properties, LP  
Nazario Family Partnership  
Necrossgates Commons Newco, LLC  
Nevada Investment Holdings, Inc.  
New Plan Excel Realty Trust  
New Plan of Memphis Commons, LLC  
New River Properties  
NMC Stratford LLC  
North Attleboro Marketplace II LLC  
North Hill Centre, LLC  
North Plainfield VF LLC  
Northcliff Residual Parcel 4 LLC  
Northern Trust Bank of California  
Northwoods LP  
Novogroder/Abilene LLC

NP Huntsville LLC  
NP I&G Conyers Crossroads LLC  
NP/SSP Baybrook LLC  
NPP Development LLC  
Oak Hollow Mall  
Oates, Marvin L.  
OLP 6609 Grand LLC  
OLP CC Ferguson LLC  
OLP CC Florence LLC  
OLP CC Antioch LLC  
OLP CC Fairview Heights LLC  
OLP CC St.Louis LLC  
One Liberty Properties  
Orangefair Marketplace LLC  
Orion Alliance Group LLC  
Orland Town Center Shopping Center  
OTR  
PL Mesa Pavilions LLC  
P/A Acadia Pelham Manor LLC  
PA 73 South Association  
Pace-Brentwood Partners LLC  
Pacific Carmel Mountain Holdings LP  
Pacific Castle Groves LLC  
Pacific Harbor Equities LLC  
Pacific/Youngman-Woodland Hills  
Paige Exchange Corporation  
Palm Springs Mile Associates Ltd.  
Palmetto Investors LLC  
Pan Am Equities Inc.  
Panattoni Development Company LLC  
Pappas Gateway LP  
Paragon Affiliates  
Parkdale Mall Associates LP  
Parkdale Village LP  
Parker Bullseye LLC  
Parker Central Plaza, Ltd.  
Parks at Arlington LP  
Parkside Realty Associates, LP  
Parkway Centre East LLC  
Parkway Plaza LLC  
Parkway Terrace Properties Inc.  
Paskin, Marc  
Peikar Muskegon LLC  
Plantation Point Development LLC  
Plaza at Jordan Landing LLC  
Plaza Las Americas, Inc  
Plaza Las Palma, LLC  
Plazamill LLP  
Plymouth Marketplace Condominium Assoc., Inc.  
Point West Investors II  
Polaris Circuit City LLC  
Pond Road Associates  
Port Arthur Holdings III Ltd.  
Potomac Festival II  
Potomac Run LLC  
PR Beaver Valley LP  
Prattcenter LLC  
Preit Services LLC  
PRGL Paxton LP  
Prince George's Station Retail LLC  
Principal Real Estate Holding Company LLC  
Priscilla J. Rietz LLC  
Promventure LP  
Property Management Support Inc.  
Provo Group, The  
PRU Desert Crossing V LLC  
Prudential Insurance Company Of America  
Puente Hills Mall LLC  
Ramco West Oaks I LLC  
Ramco-Gershenson Properties LP  
Rancon Realty Fund IV Subsidiary LLC  
Ray Mucci's Inc.  
Raymond and Main Retail LLC  
RB-3 Associates  
RD Bloomfield Associates LP  
Realty Income Corporation  
Rebs Muskegon LLC  
Red Mountain Retail Group  
Red Rose Commons Condominium Association  
Redtree Properties LP  
Regency Centers LP  
Regency Petaluma LLC  
Reiff & Givertz Texas Prop LLC  
Remount Road Associates LP  
Richland Town Centre LLC  
Ricmac Equities Corporation  
Rio Associates LP  
Robinson, Donald  
RREEF America REIT II Corporation VVV  
RVIP Valley Central LP  
Shelby Town Center I LLC  
Shelbyville Road Plaza LLC  
Sherwood Properties LLC  
Shoppes At River Crossing, LLC  
Shoppes Of Beavercreek LLC  
Short Pump Town Center LLC  
Sierra Lakes Marketplace LLC  
Sierra North Associates LP  
Sigmund Sommer Properties  
Signal Hill Gateway LLC  
Signco Inc.  
Silverdale K-Four  
Silverstein, Raymond - Trustee  
Simon Debartolo Group LP  
Simon Property Group  
Simon Property Group Texas LP  
Simvest Real Estate II LLC  
Sinay Family LLC And Trust  
Sir Barton Place, LLC  
Site A LLC  
SJ Collins Enterprises LLC  
Goodman Enterprises, LLC  
SM Newco Hattiesburg LLC  
Somerville Saginaw LP  
Sonnet Investments LLC  
South Padre Drive LP  
South Shields #1 Ltd.  
Southhaven Center II LLC  
Southland Acquisitions LLC  
Southland Center Investors LLC  
Southland Investors LP  
Southroads LLC  
Southwestern Albuquerque LP  
Southwind Ltd.  
Sparks Galleria Investors LLC  
SPG Arbor Walk LP  
SPG Independence Center LLC  
SPG Tennessee LP  
Spitzer Family Investments LLC  
Spring Hill Development Partners GP  
St. Indian Ridge LLC  
St. Louis Mills LP  
St. Cloud Associates  
St. Tammany Oaks Subdivision Association LLC  
Stapleton North Town LLC  
Star Universal LLC  
Station Landing, LLC  
Stop & Shop Supermarket Company LLC  
Stor-All New Orleans LLC  
Suemar Realty Inc.  
Sullivan Crosby Trust  
Sunrise Plantation Properties LLC  
Swanblossom Investments LP  
Swedesford Shopping Center Acquisition LLC  
Sweetwater Associates LP  
SWQ 35/Forum Ltd.  
T And T Enterprises LP  
Taft Corners Associates Inc.  
Tam Stockton LLC  
Tamarack Village Shopping Center LP

Tanglewood Park LLC  
Tanurb Burnsville LP  
Target Corporation  
Taubman Auburn Hills Associates LP  
Taunton Depot LLC  
Taylor Retail Center  
Teachers Insurance & Annuity Assoc.Of Amer.  
Team Retail Westbank Ltd  
Ten Pryor Street Building Ltd.  
Teplis, Nathan; Dr. Paul Teplis; Mrs. Belle Teplis; & Frank  
Terra Enterprises  
Terranomics Crossroads Associates  
The Cafaro Northwest Partnership  
The City Of Portfolio TIC LLC  
The Marketplace Of Rochester Hills Parcel B LLC  
The Macerich Company  
The Shoppes At Schererville LLC  
The Shops At Kildeer  
The Village At Rivergate LP  
THF Chesterfield Two Development LLC  
THF Clarksburg Development One  
THF Harrisonburg Crossings LLC  
THF Onc Development LLC  
THF St. Clairsville Parcel C.C. Development LLC  
Thoroughbred Village GP  
TIS Equities IX LLC  
TKG Coffee Tree LP  
TMW Weltfonds Rolling Acres Plaza  
Torrance Towne Center Associates LLC  
Torrington Triplets LLC  
Tourbillon Corporation  
Tower Center Associates  
Town Square Plaza  
Towson VF LLC  
Traverse Square Company Ltd.  
TRC Associates LLC  
Triangle Equities Junction LLC  
Trout, Jerome B. Jr.  
Trout, Segall  
Trumbull Shopping Center #2 LLC  
Trustees Of Salem Rockingham LLC  
TSA Stores, Inc.  
TUP 430 Company LLC  
Turnberry Lakes Business Center  
Turtle Creek Partners LLC  
Tutwiler Properties Ltd.  
Twin Ponds Development LLC  
Tysons 3 LLC  
Tysons Corner Holdings LLC  
U.K. - American Properties Inc.  
U.S. 41 & I-285 Company  
Uncommon Ltd.  
Urbancal Oakland II LLC  
UTC I LLC  
Valencia Marketplace I LLC  
Valley Corners Shopping Center LLC  
Valley View S.C. LLC  
Van Ness Post Center LLC  
Ventura In Manhattan Inc.  
Vestar Arizona XXXI LLC  
Vestar QCM LLC  
Village Square I L.P.  
Village Walk Retail LP  
Vivy IP  
VNO Mundy Street LLC  
VNO Tru Dale Mabry LLC  
Vornado Caguas LP  
Vornado Finance LLC  
Vornado Gun Hill Road LLC  
Vornado Realty Trust  
W&D - Imperial No. 1/Norwalk  
W&S Associates LP  
W/S Stratford LLC  
Waco Investment Group  
Wal-Mart Stores East LP  
Walton Hanover Investors V LLC  
Walton Whitney Investors V LLC  
Washington Green TIC  
Washington Place Associates LP  
Washington Re Investment Trust  
Water Tower Square LP  
Watercress Associates LP  
Watkins Houston Investments LP  
Wayside Commons Investors LLC  
WCC Properties LLC  
WEA Gateway LLC  
Weberstown Mall LLC  
WEC 96D Appleton-1 Investment Trust  
WEC 96D Niles Investment  
WEC 96D Springfield-1 Investment Trust  
WEC 97G-Syracuse Investment Trust  
WEC 99-3 LLC  
WEC 99A-2 LLC  
WEC 99A-1 LLC  
Weingarten Miller Sheridan LLC  
Weingarten Nostat Inc.  
Weingarten Realty Investors  
Welsh Companies Inc.  
Wendover South Associates LP  
West Campus Square LP  
West Oaks Mall LP  
Westfork Owners Association  
Westgate Village LLC  
Westlake Limited Partnership  
Wheaton Plaza Regional Shopping Center  
Whitestone Development Partners A LP  
Whitestone REIT  
Wilmington Trust Company  
Windsail Properties LLC  
WMI/MPI Business Trust  
Woodland Trustees Inc.  
Woodlands Corporation, The  
Woodmont Sherman LP  
Worldwide Property Management Inc.  
WRI Overton Plaza LP  
WRI Camp Creek Marketplace II, LLC  
WRI Lakeside Marketplace LLC  
WRI Seminole Marketplace LLC  
WXIII/PWN Real Estate LP

**Sublessees**

\$1.00 Stuff Inc.  
Academy Alliance LLC  
Adams Outdoor Advertising  
Advance Auto Parts  
American Outdoor Advertising  
Arc International Corporation  
Autozone Northeast Inc.  
Baby Superstore,Inc.  
Blockbuster Inc.  
Books A Million  
Borders Inc.  
Carmax Business Services LLC  
Casto  
CEC Entertainment, Inc.  
Chapman & Main  
Charlie Brown's Steakhouse  
Children's Discovery Centers of America  
Circuit Sports LP  
Consolidated Stores Corporation  
Dan's Big & Tall Shop Inc.  
Designs CMAL Retail Store Inc.  
DHL Global Business Services  
Dick's Sporting Goods Inc.  
Dollar General Corporation  
Dollar Tree Stores Inc.  
Don Sherwood Golf Inc.  
Edwin Watts Golf Shop  
Empire Education Group

Entertainmart-Preston Rd LLC  
Eycare Discount Optical Inc.  
Eynon Furniture Outlet Inc.  
Fabri-Centers of America Inc.  
Food Lion LLC  
Forecast Danbury LP  
GE Transportation Systems  
Golf Galaxy  
Golfsmith International LP  
Great Golf Inc.  
Guitar Center Stores Inc.  
Homans Associates Inc.  
Hughes MRO Ltd.  
Huntington National Bank  
Inkeeper Properties Inc.  
International House Of Pancakes  
JR Furniture USA Inc.  
Joelle Inc.  
JP Morgan Chase Bank  
K&G Men's Company Inc.  
Katz  
Lakeshore Equipment Company  
La-Z-Boy Showcase Shoppes  
Lifeway Christian Resources  
Maggiano's/Corner Bakery Holding Corporation  
Mall of Decoration Inc.  
Martin, Paul T.  
Mayland Cam  
Modernage Inc.  
Mor Furniture For Less  
MRV Wanamaker LLC  
New Avenues Lease Ownership LLC  
New Colorado Daily, Inc.  
North South Partner, LLC  
O'Charleys, Inc.  
OK Apple Inc.  
Oklahoma Gold Realty LLC  
Oklahoma Goodwill Industries, Inc.  
Orthodontic Centers of Virginia Inc.  
Peak Place Holdings, LLC  
Pork Place  
Pot Luck Enterprises Inc.  
Price Chopper Operating Company  
Prosound Music Centers Inc.  
Quantum Fine Casework Inc.  
Quarterdeck Corporate Office  
Raymund Garza  
Remington Seeds LLC  
Restoration Ministries  
Ruby Tuesday's  
Salem Farm Realty Trust  
Salom Sons Inc.  
Sam Ash Megastores, LLC  
Schiavone, Daniel  
Sky Bank  
Solo Cup Company  
Staples, The Office Superstore Inc.  
The Auto Toy Store Inc.  
The Floor Store Inc.  
The Julia Christy Salon Inc.  
The Pep Boys  
The Sports Authority  
The TJX Operating Companies  
Tire Kingdom, Inc.  
Topline Appliance Depot Inc.  
Toys R US Inc.  
Trader Joe's Company  
Truong, Se and Ly  
Tru Properties Inc.  
TVI Inc.  
Viacom Outdoor  
Visionary Retail Management  
Waterbed Emporium of California  
West Marine Products Inc.  
Winchester Fun Expedition Corporation

Wired Management LLC  
Workforce Central Florida

**Personal Property Lessors**  
Avaya Financial Services  
GE Fleet Services  
IBM  
Hewlett Packard  
Service Power  
Toshiba

**Banks Utilized in the Company's Cash Management System**  
American Savings  
AmSouth Bancorporation  
Banco Popular  
Bank of America  
CRP Securities, LLC  
Chase Bank  
CRP Securities  
Fifth Third Bank  
Fifth Third Securities  
JP Morgan Securities Inc  
Lehman Brothers  
Merrill Lynch Global Institutional Advisory Division  
RBC Dain Rauscher  
SunTrust  
UBS Financial Services, Inc.  
Wachovia Bank & Securities  
Wells Fargo

**Liquidators**  
Gordon Brothers Retail Partners LLC  
Great American Group  
Hilco Merchant Resources LLC  
Hudson Capital Partners LLC  
SB Capital Group LLC  
Tiger Capital Group LLC

**Litigation Counterparties**  
Alicea, Ada  
Audibahn  
Banker, Michael  
Booker, Jamal  
Dealtree  
DiPirro, Michael  
Donnelly, Kenneth  
Federal Communications Commission  
Foss, Andrew  
Harris, William  
Holloman, Latia  
Ibrahim, Betty  
Internal Revenue Service  
Iowa AG  
JP Morgan Chase  
Keystone Automotive Industries  
Kobra Properties  
Mad Rhino  
Maria Moncayo (class action)  
Massachusetts Department of Revenue  
Mastercard  
Micro Electronics  
Millennium Retail Partners  
Monster Cable  
Moxley, Donald  
Murphy, Christopher  
RealSource  
Roberty Gentry (class action)  
Securities and Exchange Commission  
Snow, Christopher  
State of Iowa  
Temple, Floyd Edward Jr.  
Tennessee Department of Revenue  
Unical  
Visa

Voegtle, Clayton P.  
Weidler, Daniel

**Restructuring and Other Professionals**

Bingham McCutchen LLP  
Ernst & Young  
FTI Consulting Inc.  
Goldman, Sachs and Company  
Kirkland & Ellis LLP  
Kurtzman Carson Consultants LLC  
LeClairRyan  
McGuireWoods, LLP  
Ogilvy Renault LLP  
Osler, Hoskin & Harcourt LLP  
Rothschild, Inc.  
Schulte Roth & Zabel LLP  
Wilmer, Cutler, Pickering Hale, & Dorr LLP

**U.S. Trustee's Office - Region 4**

Bove, Frank J.  
Conlon, Debera F.  
Davis, Martha  
Early, Dennis J.  
Frankel, Jack I.  
Franklin, Shannon D.  
McDow, W. Clarkson.  
Van Arsdale, Robert  
Weschler, Cecelia A.  
Whitehurst, Kenneth N. III

**District Court Judges (Eastern District of Virginia)**

Anderson, John F.  
Brinkeman, Leonie M.  
Buchanan, Theresa C.  
Cacheris, James C.  
Davis, Ivan D.  
Ellis, T.S. III  
Hilton, Claude M.  
Jones, T. Rawles Jr.  
Lee, Gerald Bruce  
O'Grady, Liam

**Bankruptcy Court Judges (Eastern District of Virginia)**

Adams, David H.  
Huennekens, Kevin R.  
Mayer, Robert  
Mitchell, Stephen S.  
St. John, Stephen C.  
Shelley, Blackwell N.  
Tice, Douglas O. Jr.